

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of New York

Case number (if known): 18- Chapter 15☐ Check if this is an amended filing**Official Form 401****Chapter 15 Petition for Recognition of a Foreign Proceeding****12/15**

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write debtor's name and case number (if known).

1. Debtor's name Agrokor d.d.

2. Debtor's unique identifier

For non-individual debtors:☒ Federal Employer Identification Number (EIN) 9 8 - 1 4 2 5 1 0 2☒ Other HR05937759187. Describe identifier Croatian Tax ID.**For individual debtors:**☐ Social Security number: xxx - xx- ____☐ Individual Taxpayer Identification number (ITIN): 9 xx - xx - ____☐ Other ____ Describe identifier ____

3. Name of foreign representative(s)

Fabris Peruško

4. Foreign proceeding in which appointment of the foreign representative(s) occurred

Extraordinary Administration Proceedings in Companies of Systemic Importance of the Republic of Croatia

5. Nature of the foreign proceeding

Check one:

- ☒ Foreign main proceeding
- ☐ Foreign nonmain proceeding
- ☐ Foreign main proceeding, or in the alternative foreign nonmain proceeding

6. Evidence of the foreign proceeding

- ☐ A certified copy, translated into English, of the decision commencing the foreign proceeding and appointing the foreign representative is attached.
- ☐ A certificate, translated into English, from the foreign court, affirming the existence of the foreign proceeding and of the appointment of the foreign representative, is attached.
- ☒ Other evidence of the existence of the foreign proceeding and of the appointment of the foreign representative is described below, and relevant documentation, translated into English, is attached.
See resolutions appointing the Foreign Representative.

7. Is this the only foreign proceeding with respect to the debtor known to the foreign representative(s)?

- ☒ No. (Attach a statement identifying each country in which a foreign proceeding by, regarding, or against the debtor is pending.)
- ☐ Yes

Debtor Agrokor d.d.
Name

Case number (if known) 18-

8. Others entitled to notice

Attach a list containing the names and addresses of:

- (i) all persons or bodies authorized to administer foreign proceedings of the debtor,
- (ii) all parties to litigation pending in the United States in which the debtor is a party at the time of filing of this petition, and
- (iii) all entities against whom provisional relief is being sought under § 1519 of the Bankruptcy Code.

9. Addresses

Country where the debtor has the center of its main interests:

Croatia

Debtor's registered office:

Ulica Marijana Cavica 1

Number Street

P.O. Box

Zagreb

City State/Province/Region ZIP/Postal Code

Croatia

Country

Individual debtor's habitual residence:

Number Street

P.O. Box

City State/Province/Region ZIP/Postal Code

Country

Address of foreign representative(s):

Ulica Marijana Cavica 1

Number Street

P.O. Box

Zagreb

City State/Province/Region ZIP/Postal Code

Croatia

Country

10. Debtor's website (URL)

http://www.agrokor.hr/en/

11. Type of debtor

Check one:

☒ Non-individual (check one):

☒ Corporation. Attach a corporate ownership statement containing the information described in Fed. R. Bankr. P. 7007.1.

☐ Partnership

☐ Other. Specify: _____

☐ Individual

Debtor Agrokor d.d.
Name

Case number (if known) 18-

12. Why is venue proper in this district?

Check one:

- ☐ Debtor's principal place of business or principal assets in the United States are in this district.
- ☐ Debtor does not have a place of business or assets in the United States, but the following action or proceeding in a federal or state court is pending against the debtor in this district:

- ☒ If neither box is checked, venue is consistent with the interests of justice and the convenience of the parties, having regard to the relief sought by the foreign representative, because:
Each of the Debtors has either issued or guaranteed certain bonds that are governed by New York law. Additionally, each of the Debtors has property in the United States in the form of a bank account.

13. Signature of foreign representative(s)

I request relief in accordance with chapter 15 of title 11, United States Code.

I am the foreign representative of a debtor in a foreign proceeding, the debtor is eligible for the relief sought in this petition, and I am authorized to file this petition.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct,

X /s/ Fabris Peruško

Signature of foreign representative

Fabris Peruško

Printed name

Executed on 07/11/2018

MM / DD / YYYY

X

Signature of foreign representative

Printed name

Executed on

MM / DD / YYYY

14. Signature of attorney

X /s/ Adam C. Paul

Signature of Attorney for foreign representative

Date 07/12/2018

MM / DD / YYYY

Adam C. Paul, P.C.

Printed name

Kirkland & Ellis LLP

Firm name

300 North LaSalle

Number Street

Chicago

City

IL

State

60654

ZIP Code

(312) 862-2000

Contact phone

adam.paul@kirkland.com

Email address

6285556

Bar number

IL

State

EXHIBIT A

Statement Pursuant to Bankruptcy Rule 1007(a)(4)

James H.M. Sprayregen, P.C.
Daniel Rudewicz
KIRKLAND & ELLIS LLP
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Adam C. Paul, P.C. (*pro hac vice* pending)
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Chicago, Illinois 60654
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Counsel to the Foreign Representative

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

AGROKOR D.D., *et al.*,
Debtors in a Foreign Proceeding,¹

Debtors.

)
) Chapter 15
)
) Case No. 18-[____] (____)
)
)
) (Joint Administration Requested)
)

STATEMENT PURSUANT TO BANKRUPTCY RULE 1007(a)(4)

Fabris Peruško, in his capacity as the authorized foreign representative (the “Foreign Representative”) of the foreign debtor Agrokor d.d. in the above-captioned proceeding (the “Foreign Debtor”), whose extraordinary administration proceedings pursuant to the Act on the Extraordinary Administration Proceedings in Companies of Systemic Importance of the Republic of Croatia are currently pending in the Republic of Croatia (the “Croatian Proceedings”), hereby submits this statement pursuant to Rule 1007(a)(4) of the Federal Rules of Bankruptcy Procedure.

¹ The Debtors in these chapter 15 cases, along with the last four digits of each Debtor’s U.S. federal tax identification number, are: Agrokor d.d. (5102); Agrokor Trgovina d.o.o. (5084); Belje d.d. (5089); Ledo d.d. (5083); Jamnica d.d. (5080); Konzum d.d. (5074); PIK-Vinkovci d.d. (5314); Vupik d.d. (6750); Zvijezda d.d. (5061). The location of Agrokor d.d.’s corporate headquarters and the service address for all of the Debtors is: Ulica Marijana Čavića 1, HR-10000 Zagreb, Croatia.

I. Corporate Ownership Statement (Fed. R. Bankr. P. 7007.1).

Adria Group Holding B.V. owns 95.52% of the Foreign Debtor's equity as of June 5, 2018.

II. Persons or Bodies Authorized to Administer Foreign Proceedings of the Foreign Debtor.

As of July 12, 2018 (the "Petition Date"), the Foreign Representative is authorized to administer a "foreign proceeding" of the Foreign Debtor. The service address for the Foreign Debtor is Ulica Marijana Čavića 1, HR-10000 Zagreb, Croatia, Attn: Fabris Peruško.

III. Pending Litigation.

The Foreign Representative is not aware of any litigation involving the Foreign Debtor currently pending in the United States.

IV. Provisional Relief.

As of the Petition Date, the Foreign Debtor is not seeking any provisional relief.

V. Additional Foreign Proceedings.

The Foreign Debtor is involved, or was recently involved, in a proceeding in the following countries: England and Wales, Serbia, Slovenia, Bosnia-Herzegovina, Montenegro, and Switzerland.

New York, New York
Dated: July 12, 2018

/s/ Adam C. Paul

James H.M. Sprayregen, P.C.
Daniel Rudewicz
KIRKLAND & ELLIS LLP
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
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- and -

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Counsel to the Foreign Representative

EXHIBIT B

Board Resolutions

**RESOLUTIONS OF THE EXTRAORDINARY COMMISSIONER
OF AGROKOR D.D.**

On 29 June 2018, Mr. Fabris Peruško as the Extraordinary Commissioner (the "Authorizing Body") of Agrokor d.d. (the "Company"), Zagreb, Ulica Marijana Čavića 1, PIN (OIB): 05937759187 took the following actions and adopted the following resolutions:

WHEREAS, the Company has entered the Extraordinary Administration (the "Croatian Proceeding") to achieve a settlement agreement (the "Settlement Agreement") pursuant to the Croatian Extraordinary Administration Law;

WHEREAS, the Authorizing Body has reviewed and had the opportunity to ask questions about the materials presented by the Company's officers and advisors regarding the liabilities and liquidity of the Company, the strategic alternatives available to the Company, and the impact of the foregoing on the Company's businesses;

WHEREAS, in the judgment of the Authorizing Body, it is desirable and in the best interests of the Company, its creditors, and other parties in interest that the Company be authorized to file or cause to be filed a voluntary petition for recognition (the "Chapter 15 Case") under the provisions of chapter 15 of title 11 of the United States Code (the "Bankruptcy Code") in a court of proper jurisdiction (the "Bankruptcy Court");

WHEREAS, in the judgment of the Authorizing Body, it is desirable and in the best interests of the Company, its creditors, and other parties in interest, that Fabris Peruško be authorized to act as the foreign representative (the "Foreign Representative") of the Company;

WHEREAS, the Authorizing Body intends that the Settlement Agreement will be implemented through (a) the Croatian Proceeding; and (b) a recognition proceeding (the "Recognition Proceeding") in the Bankruptcy Court to recognize the Croatian Proceeding as a foreign main or non-main proceeding under chapter 15 of the Bankruptcy Code (the "Recognition Order");

AND WHEREAS, the Authorizing Body desires to approve the following resolutions.

NOW THEREFORE BE IT RESOLVED THAT:

Chapter 15 Filings

1. The appropriate notices, applications and filings with the Bankruptcy Court relating to the Recognition Proceeding are hereby authorized and approved, and the Extraordinary Commissioner is hereby authorized to take such other action and execute such other documents as may be necessary or desirable to obtain the Recognition Order from the Bankruptcy Court.



2. Fabris Peruško is hereby authorized and empowered to act as the Foreign Representative in respect of the Croatian Proceeding for the purpose of having the Croatian Proceeding recognized by the Bankruptcy Court.

Professionals

3. Kirkland & Ellis LLP is hereby authorized to take any and all actions necessary to advance the Company's rights and obligations and facilitate the commencement of the Chapter 15 Case in the Bankruptcy Court, including filing any pleadings and petitions for relief.

Bank Account

4. The Foreign Representative is hereby authorized to open and close a bank account (an "Account") in the United States; sign and amend any terms and documents relating to the Account opening, ongoing management of the Account, or instructions relating to the Account; and apply for, terminate, and deal with all types of bank services, electronic banking, and any other related services in connection with the Account.

General

5. In order to fully carry out the intent and effectuate the purposes of the foregoing resolutions, the Foreign Representative is hereby authorized to take all such further action, and to execute and deliver all such further instruments and documents in the name and on behalf of the Company, and under its corporate seal or otherwise pay all such fees and expenses, which shall in his or her business judgment may be necessary, proper, or advisable.
6. The above Resolutions come into force as on the day they are passed.
7. This consent action may be executed in counterparts, each of which shall be deemed an original and which together shall constitute one and the same instrument.

[Signature pages follow]

The Company:



Fabris Peruško
Extraordinary Commissioner

EXHIBIT C

Commencement Order

*This translation consists of 7 pages.
No. of certification: 78/17
Date: 10.7. 2017*

Certified translation from Croatian language





REPUBLIC OF CROATIA
Commercial Court of Zagreb
Zagreb, Amruševa 2/II, desno (p.p. 432)

THE ORDER IS FINAL AND ABSOLUTE AS OF 29 May 2017
Commercial Court of Zagreb
Date: 28 June 2017

Judge – President of the Panel
(signature illegible)

THE ORDER IS ENFORCEABLE AS OF 10 April 2017
Commercial Court of Zagreb
Date: 5 July 2017
Judge – President of the Panel
(signature illegible)

Stamp: REPUBLIC OF CROATIA
COMMERCIAL COURT OF ZAGREB

47. St-1138/17

REPUBLIC OF CROATIA

ORDER

The Commercial Court of Zagreb, represented by Nevenka Siladi Rstić as sole judge, acting on petition of the debtor, AGROKOR koncern za upravljanje društvima, proizvodnju i trgovinu poljoprivrednim proizvodima, dioničko društvo, Zagreb (Grad Zagreb), Trg Dražena Petrovića 3, OIB 05937759187, represented by Vladimir Mamić and Nikola Kokot, attorneys at law from the law firm Mamić Perić Reberski Rimac d.o.o., Zagreb, Ivana Lučića 2a, for institution of extraordinary administration proceeding against the said debtor and all his controlled and affiliated companies, on 10 April 2017

ordered

I. The extraordinary administration proceeding is instituted:

- a) against the debtor AGROKOR koncern za upravljanje društvima, proizvodnju i trgovinu poljoprivrednim proizvodima, dioničko društvo Zagreb (Grad Zagreb) Trg Dražena Petrovića br.3, OIB:05937759187,
- b) against debtor's controlled and affiliated companies:
 - 1) AGROKOR - TRGOVINA d.o.o., with its registered office in Zagreb, Trg Dražena Petrovića 3, OIB: 40715974731 (100%), holding shares in the company:
 - i. AGROKOR-ENERGIJA d.o.o. with its registered office in Zagreb, Trg Dražena Petrovića 3, OIB: 43546169521 (100%);
 - 2) AGROLAGUNA d. d. with its registered office in Poreč, Mate Vlašića 34, OIB: 84196188473, (34.21%);
 - 3) BELJE d.d. Darda with its registered office in Darda, Svetog Ivana Krstitelja 1a, OIB: 92404445155, (BLJE-R-A 29.17%, BLJE-R-B 74.77%);
 - 4) Belje Agro-vet d.o.o., Darda, Mece, Kokingrad 4, OIB 78769491591 (Belje d.d.100%)
 - 5) JAMNICA d.d. with its registered office in Zagreb, Getaldićeva 3, OIB: 05050436541 (75,92%), holding shares in the companies:
 - i. MLADINA d.d. with its registered office in Jastrebarsko, Bana Josipa Jelačića 85 ,OIB: 00233318664, (60.89%);

- ii. ROTO DINAMIC d.o.o. with its registered office in Zagreb, Samoborska cesta 102, OIB: 24723122482, (100%);
- iii. DB Kantun Veleprodaja d.o.o., with its registered office in Zagreb, Samoborska cesta 102, OIB: 57339268482 (Roto Dinamic 100%)
- 6) KONZUM d.d. with its registered office in Zagreb, Marijana Čavića 1/a, OIB: 29955634590 (61,78%) holding shares in the companies:
 - i. PIK Vrbovec d.d. with its registered office in Vrbovec, Zagrebačka 148, OIB: 78909170415 (87,07%);
 - ii. Žitnjak d.d. with its registered office in Zagreb, Marijana Čavića 8, OIB: Marijana Čavića 8 (80,43%);
 - iii. Euroviba d.o.o. with its registered office in Zagreb, Marijana Čavića 1/a, OIB: 19818276224 ([94,55] %);
 - iv. KRKA d.o.o. with its registered office in Šibenik, Bana Josipa Jelačića 13, OIB: 45256190469 ([82,41] %);
 - v. MULTIPLUS CARD d.o.o. with its registered office in Zagreb, Trg Dražena Petrovića 3, OIB: 18207737728 ([75] %);
 - vi. Aureum Stella d.o.o., with its registered office in Zagreb, Trg Dražena Petrovića 3, OIB: 92567161547 (100%);
 - vii. Bio zone d.o.o. with its registered office in Zagreb, Marijana Čavića 1/a, OIB: 69838261198 (100%)
 - viii. Jolly projekti jedan d.o.o. with its registered office in Drniš, Trg kralja Tomislava 2, OIB: 17172717699 (100%);
 - ix. SK -735 d.o.o. with its registered office in Zagreb, Marijana Čavića 1 /A, OIB: 81441487023 (100%);
 - x. Latere Terram d.o.o. with its registered office in Zagreb, Marijana Čavića 1 /A, OIB: 68289779337 (100%);
 - xi. Pet-prom ulaganja d.o.o. with its registered office in Zagreb, Marijana Čavića 1 /A, OIB: 77713684270 (100%)
 - xii. VELPRO CENTAR d.o.o. with its registered office in Zagreb, Marijana Čavića 1, OIB: 46660800468 (100%)
 - xiii. TERRA ARGENTA d.o.o., Vukovar, Sajmište 113/c, OIB 20453182684 (95%)
- 7) LEDO d.d. with its registered office in Zagreb, Čavićeva 1a, OIB: 87955947581 (48,11%) holding shares in the company:
 - i. IRIDA d.o.o with its registered office in Daruvaru, Petra Zrinskog 34, OIB: 72383446154 (100%);
- 8) L.G. Moslavina d.o.o. with its registered office in Zagreb, Trg Dražena Petrovića 3, OIB: 55613437019 (100%);
- 9) mStart d.o.o. with its registered office in Zagreb, Slavonska avenija 11a, OIB: 19895453012 (100%);
- 10) PIK-VINKOVCI d.d. with its registered office in Vinkovci, Matije Gupca 130, OIB: 17774531631 (42,06%);
- 11) ROTO ULAGANJA d.o.o. with its registered office in Rijeka, Tome Strižića 8, OIB: 28189962659 (100%);
- 12) SOLANA PAG d.d. with its registered office in Pag, Svilno bb, OIB: 34949147151 (96,93%);
- 13) TISAK d.d. with its registered office in Zagreb, Slavonska avenija 11a, OIB: 75917721668 (51,34%);
 - i. Backstage d.o.o., Zagreb, Slavonska avenija 11 a, OIB: 84411860203 (50%)

- ii. Tisak-usluge d.o.o, Zagreb, Slavonska avenija 11 a, OIB: 85003955783 (100%)
- iii. Tisak inPost d.o.o., Zagreb, Slavonska avenija 11 a, OIB 21436767937
- iv. PHOTO BOUTIQUE d.o.o. with its registered office in Zagreb, Heinzelova 60/1, Zagreb, OIB: 73727912033 (100%)
- v. VJESNIK-USLUGE d.o.o. with its registered office in Zagreb, Slavonska avenija 4, OIB: 21825610728 (27%)
- 14) ZVIJEZDA d.d. with its registered office in Zagreb, Ulica Marijana Čavića 1, OIB: 91492011748, (51,84%) holding shares in the company:
 - i. SOJARA d.o.o. with its registered office in Zadar, Ulica 84 Gardijske bojne HV Termiti 40, OIB: 87720689078 (100%);
- 15) VUKOVARSKI POLJOPRIVREDNO INDUSTRIJSKI KOMBINAT d.d. (VUPIK d.d.) with its registered office in Vukovar, Sajmište 113/C, OIB: 06849543412 (VPIK-R-A 7.26%, VPIK-R-A 7,26%);
- 16) A007 d.o.o. with its registered office in Zagreb, Marijana Čavića 1a, OIB: 42312821469 (100%);
- 17) 360 MARKETING d.o.o. with its registered office in Zagreb, Trg Dražena Petrovića 3, OIB: 76677251901 (100%);
- 18) ADRIA RETAIL d.o.o. with its registered office in Zagreb, Marijana Čavića 1/a, OIB: 00776795695 (100%);
- 19) ADRIATICA.NET d.o.o. with its registered office in Zagreb, Izidora Kršnjavog 1, OIB: 20350489217 (92.35%);
 - i. ATLAS d.d., Dubrovnik, Vukovarska 19, OIB 02041978827 (67.11%)
 - ii. KOMPAS d.o.o., Poreč, Mate Vlašića 20, OIB 13785319050 (100% ATLAS d.d.)
- 20) ALIQUANTUM ULAGANJA d.o.o. with its registered office in Zagreb, Trg Dražena Petrovića 3, OIB: 25317715808 (100%);
- 21) HOTEL FORUM d.o.o. with its registered office in Zagreb, Trg Dražena Petrovića 3, OIB: 62755106142 (100%);
- 22) PLODOVI PODRAVINE d.o.o. with its registered office in Ferdinandovac, Grgura Karlovčana 2/a, OIB: 40177414551 (100%);
- 23) Poliklinika Aviva with its registered office in Zagreb, Nemetova, OIB: 01916835772 (70%);
- 24) RIVIJERA d.d. with its registered office in Ičići, Liburnijska 46, OIB: 80911267020, (91.32%),

- II. As extraordinary commissioner is appointed Mr ANTE RAMLJAK, Zagreb, Nova Cesta 126, OIB 16959950253.
- III. The extraordinary administration proceeding is opened on 10 April 2017 at 9:50 a.m., on which date this order has been published on web pages of the electronic bulletin board of this court.
- IV. The creditors are invited to file their claims to the extraordinary commissioner in accordance with the filing rules of the Bankruptcy Act (Article 257 BA) within 60 days from the publication of this order, to the address of AGROKOR d.d., Zagreb, Trg Dražena Petrovića 3, indicated "filing – for the extraordinary commissioner".
- V. Preferential creditors and creditors having the right to separate satisfaction are invited to inform the extraordinary commissioner about their rights, in accordance with Article 258 of the Bankruptcy Act, within 60 days from the publication of this order, at the address AGROKOR d.d., Zagreb, Trg Dražena Petrovića 3, with indication "notification – for the extraordinary commissioner".

- VI. Debtor's debtors are invited to fulfil their obligations to the debtor without undue delay.
- VII. For the purpose of registration of the opening of the extraordinary administration proceeding in the debtor and debtor's affiliated and controlled companies and for the purpose of entry of the extraordinary commissioner into the register this order shall be delivered to the court register of this court and court registers of all commercial courts in the Republic of Croatia according to the registered offices of all debtor's affiliated and controlled companies.
- VIII. It is ordered that the registration of the opening of the extraordinary administration proceeding and the registration of the extraordinary commissioner be made in all public books, rolls, listings and registers in which the debtor is registered as holder of any right as well as in registers, public books, rolls and listings which keep record of any affiliated and controlled companies of the debtor and/or their property and other rights.
- IX. All third parties are deemed informed about the opening of the extraordinary administration proceeding and about all consequences of the opening of the extraordinary administration proceeding from the date of publication of this order, regardless of the date of effectuation of the relevant registrations in the registers, public books, rolls and listings for the debtor and affiliated and controlled companies.

Statement of reasons

The petition for the opening of the extraordinary administration proceeding was filed to this court by the debtor, AGROKOR koncern za upravljanje društvima, proizvodnju i trgovinu poljoprivrednim proizvodima, dioničko društvo Zagreb (Grad Zagreb) Trg Dražena Petrovića br.3, OIB:05937759187, on 7 April 2017, stating that it is a company of systemic importance for the Republic of Croatia in the meaning of Article 4, paragraph 2 of the Extraordinary Administration Proceeding Law (NN 32/17, hereinafter: EAPL), and that in the calendar year preceding the year of the filing of the petition (2016) the debtor together with its controlled and affiliated companies specified in the dispositive part of this order employs monthly on average more than 5,000 employees and that the balance sheet obligations of the debtor and his controlled and affiliated companies on the date of the filing of the petition amount to more than HRK 7,500,000,000.

The petition also indicates the amounts of shares of the debtor in the controlled and affiliated companies and their shares in further companies, in evidence of which the petitioner submits excerpts from share registers of the controlled and affiliated companies organised as limited liability companies and the list of major shareholders at the Central Clearing Depository Company Plc. Zagreb for the controlled and affiliated companies organised as joint stock companies.

Pursuant to Article 5, paragraph 2 of the EAPL, in the meaning of that law controlled and affiliated companies are companies domiciled in Croatia, established in accordance with the Croatian legislation, in which a company referred to in Article 4 EAPL holds a minimum of 25% shares, which is the case in this instance.

The petitioner submits that he meets the requirements for the opening of the extraordinary administration proceeding because of the threatening inability to make payments in terms of Article 4 of the Bankruptcy Act (NN 71/15, hereinafter: BA), which he proves by an extract from the books in accordance with Article 22 paragraph 2 of the

EAPL, explaining that the threatening payment inability occurred both in relation to the debtor and in relation to the debtor's controlled and affiliated companies, which he proves by extracts from books of the debtor and the controlled and affiliated companies and delivers also excerpts from the court registers for all companies and the latest available and submitted financial statements for the debtor and his controlled and affiliated companies and a signed statement of the authorised persons of the debtor which confirms that the number of employees of the debtor and his controlled and affiliated companies exceeds the number of employees defined by the EAPL and that the existing obligations of the debtor and his controlled and affiliated companies satisfy the requirements set by the EAPL.

The documentation attached to the petition shows that the debtor cumulatively fulfils the requirements necessary under Article 4, paragraph 2 of the EAPL and that his controlled and affiliated companies fulfil the requirements from Article 5 EAPL.

Article 4, paragraph 1 of the EAPL defines that the extraordinary administration proceeding applies to the debtor's joint stock company and all his affiliated and controlled companies if any of the reasons for bankruptcy exist in terms of Article 5 of the Bankruptcy Act or pre-bankruptcy reasons from Article 4 of the Bankruptcy Act in relation to the debtor as a controlling company and which company individually or jointly with its controlled or affiliated companies is of systemic importance for the Republic of Croatia.

Article 22, paragraph 2 of the EAPL defines that the petition for the opening of the extraordinary administration proceeding, if filed by the debtor, should contain information for identification of the debtor and all affiliated and controlled companies and should contain documents proving the existence of a reason for the opening of the extraordinary administration proceeding, being regarded that the debtor proved the imminent payment inability if he, together with the petition for the opening of the extraordinary administration proceeding, submits an excerpt from accounting records of the debtor proving the existence of creditors' claims due and outstanding

Considering that together with the petition the debtor submitted excerpts from accounts of the debtor and the affiliated and controlled companies, the inspection of the excerpts showed that both in the case of the debtor and in the case of his affiliated and controlled companies there is an imminent threat of payment inability from Article 4 of the Bankruptcy Act in conjunction with Article 4, paragraph 1 of the EAPL, and considering that the debtor also filed a statement signed by the authorised persons of the debtor confirming that the employees of the debtor and of the affiliated and controlled companies number 27.897 persons and that this number exceeds the number of employees defined in Article 4, paragraph 2 of the EAPL, it emerges that the debtor and his affiliated and controlled companies meet the requirements for the opening of the extraordinary administration proceeding. Hence, pursuant to Article 24, paragraphs 3 and 25 of the EAPL it was ruled as stated in the dispositive part of the order.

About the appointment of the extraordinary commissioner proposed by the Government of the Republic of Croatia it was decided pursuant to Articles 11 and 24, paragraph 3 of the EAPL.

Zagreb, 10 April 2017

Stamp: REPUBLIC OF CROATIA

JUDGE

COMMERCIAL COURT OF ZAGREB Nevenka Siladi Rstić,

Instructions on legal remedy:

Against this order the petitioner or the competent Ministry may lodge appeal. The appeal should be filed to this court in three copies within three days from the publication of the order on web pages of the electronic bulletin board of this court. About the appeal decides the High Commercial Court of the Republic of Croatia within eight days from its receipt.

For accuracy of the copy – authorised officer
Monika Grbac

I, notary public Katica Valić, Zagreb, Trg N.Š Zrinskog 17,
hereby certify, that these presents are a copy of the original document

**ORDER OF THE COMMERCIAL COURT OF ZAGREB 47, St-1138/17 of 10 April 2017
with enforceability notation of 5 July 2017 and the advice of receipt**

written by computer and having 6 pages.

The original document has been presented by the client DINO SALIHAGIĆ (PIN:
50879740633), born on 4 October 1984, BRCKOVLJANI, VINOGRADSKA ULICA 4 (ID.
CARD no. 111451536, Police Administration DUGO SELO).

Notary public fee for certification pursuant to Tariff No. 11, para. 1 Notary Public Charges Act, charged in
the amount of HRK 11,00.

Notary public fee charged pursuant to Article 17 in the amount of HRK 160 + 25% VAT, and costs
charged pursuant to Article 37 in the amount of 0.00 + 25% VAT.

**Number: OV-5179/17
In Zagreb, 7 July 2017**

Stamp: Notary Public
Katica Valić
For notary public
Counsellor
Krešimir Valić
(signature illegible)

Stamp: REPUBLIC OF CROATIA
KATICA VALIĆ
NOTARY PUBLIC
ZAGREB



REPUBLIKA HRVATSKA
Trgovački sud u Zagrebu
Zagreb, Amruševa 2/II, desno (p.p. 432)

ODLUKA JE PRAVOMOĆNA DANA 29-05-2017
Trgovački sud u Zagrebu
dne 28-06-2017
Sudac - Predsjednik
94



ODLUKA JE OVRŠNA DANA 10-04-2017
Trgovački sud u Zagrebu
05-07-2017
Sudac - Predsjednik
94



REPUBLIKA HRVATSKA

RJEŠENJE

Trgovački sud u Zagrebu, po sucu pojedincu Nevenki Siladi Rstić, povodom prijedloga dužnika AGROKOR koncern za upravljanje društvima, proizvodnju i trgovinu poljoprivrednim proizvodima, dioničko društvo, Zagreb (Grad Zagreb), Trg Dražena Petrovića 3, OIB 05937759187, kojeg zastupaju Vladimir Mamić i Nikola Kokot, odvjetnici OD Mamić Perić Reberski Rimac d.o.o., Zagreb, Ivana Lučića 2a, za pokretanjem postupka izvanredne uprave nad navedenim dužnikom i nad svim njegovim ovisnim i povezanim društvima, dana 10. travnja 2017. godine

riješio je

I. Otvara se postupak izvanredne uprave:

a) nad dužnikom AGROKOR koncern za upravljanje društvima, proizvodnju i trgovinu poljoprivrednim proizvodima, dioničko društvo Zagreb (Grad Zagreb) Trg Dražena Petrovića br.3, OIB:05937759187,

b) nad dužnikovim povezanim i ovisnim društvima:

1) AGROKOR - TRGOVINA d.o.o. sa sjedištem u Zagrebu, Trg Dražena Petrovića 3, OIB: 40715974731 (100%), koje društvo drži udjele u društvu:

i. AGROKOR-ENERGIJA d.o.o. sa sjedištem u Zagrebu, Trg Dražena Petrovića 3, OIB: 43546169521 (100%);

2) AGROLAGUNA d. d. sa sjedištem u Poreču, Mate Vlašića 34, OIB: 84196188473, (34,21%);

3) BELJE d.d. Darda sa sjedištem u Dardi, Svetog Ivana Krstitelja 1a, OIB: 92404445155, (BLJE-R-A 29,17%, BLJE-R-B 74,77%);

4) Belje Agro-vet d.o.o., Darda, Mece, Kokingrad 4, OIB 78769491591 (Belje d.d.100%)

5) JAMNICA d.d. sa sjedištem u Zagrebu, Getaldićeva 3, OIB: 05050436541 (75,92%), koje društvo drži udjele/dionice u društvima:

i. MLADINA d.d. sa sjedištem u Jastrebarskom, Bana Josipa Jelačića 85, OIB: 00233318664, (60,89%);

ii. ROTO DINAMIC d.o.o. sa sjedištem u Zagrebu, Samoborska cesta 102, OIB: 24723122482, (100%);

iii. DB Kantun Veleprodaja d.o.o. sa sjedištem u Zagrebu, Samoborska cesta 102, OIB: 57339268482 (Roto Dinamic 100%)

6) KONZUM d.d. sa sjedištem u Zagrebu, Marijana Čavića 1/a, OIB: 29955634590 (61,78%) koje društvo drži udjele/dionice u društvima:

- i. PIK Vrbovec d.d. sa sjedištem u Vrbovcu, Zagrebačka 148, OIB: 78909170415 (87,07%);
- ii. Žitnjak d.d. sa sjedištem u Zagrebu, Marijana Čavića 8, OIB: Marijana Čavića 8 (80,43%);
- iii. Euroviba d.o.o. sa sjedištem u Zagrebu, Marijana Čavića 1/a, OIB: 19818276224 ([94,55] %);
- iv. KRKA d.o.o. sa sjedištem u Šibeniku, Bana Josipa Jelačića 13, OIB: 45256190469 ([82,41] %);
- v. MULTIPLUS CARD d.o.o. sa sjedištem u Zagrebu, Trg Dražena Petrovića 3, OIB: 18207737728 ([75] %);
- vi. Aureum Stella d.o.o., sa sjedištem u Zagrebu, Trg Dražena Petrovića 3, OIB: 92567161547 (100%);
- vii. Bio zone d.o.o. sa sjedištem u Zagrebu, Marijana Čavića 1/a, OIB: 69838261198 (100%);
- viii. Jolly projekti jedan d.o.o. sa sjedištem u Drnišu, Trg kralja Tomislava 2, OIB: 17172717699 (100%);
- ix. SK -735 d.o.o. sa sjedištem u Zagrebu, Marijana Čavića 1 /A, OIB: 81441487023 (100%);
- x. Latere Terram d.o.o. sa sjedištem u Zagrebu, Marijana Čavića 1 /A, OIB: 68289779337 (100%);
- xi. Pet-prom ulaganja d.o.o. sa sjedištem u Zagrebu, Marijana Čavića 1 /A, OIB: 77713684270 (100%);
- xii. VELPRO CENTAR d.o.o. sa sjedištem u Zagrebu, Marijana Čavića 1, OIB: 46660800468 (100%);
- xiii. TERRA ARGENTA d.o.o., Vukovar, Sajmište 113/c, OIB 20453182684 (95%)
- 7) LEDO d.d. sa sjedištem u Zagrebu, Čavićeva 1a, OIB: 87955947581 (48,11%) koje društvo drži udjele u društvu;
- i. IRIDA d.o.o sa sjedištem u Daruvaru, Petra Zrinskog 34, OIB: 72383446154 (100%);
- 8) L.G. Moslavina d.o.o. sa sjedištem u Zagrebu, Trg Dražena Petrovića 3, OIB: 55613437019 (100%);
- 9) mStart d.o.o. sa sjedištem u Zagrebu, Slavonska avenija 11a, OIB: 19895453012 (100%);
- 10) PIK-VINKOVCI d.d. sa sjedištem u Vinkovcima, Matije Gupca 130, OIB: 17774531631 (42,06%);
- 11) ROTO ULAGANJA d.o.o. sa sjedištem u Rijeci, Tome Strižića 8, OIB: 28189962659 (100%);
- 12) SOLANA PAG d.d. sa sjedištem u Pagu, Svilno bb, OIB: 34949147151 (96,93%);
- 13) TISAK d.d. sa sjedištem u Zagrebu, Slavonska avenija 11a, OIB: 75917721668 (51,34%);
- i. Backstage d.o.o., Zagreb, Slavonska avenija 11 a, OIB: 84411860203 (50%)
- ii. Tisak-usluge d.o.o, Zagreb, Slavonska avenija 11 a, OIB: 85003955783 (100%)
- iii. Tisak inPost d.o.o., Zagreb, Slavonska avenija 11 a, OIB 21436767937
- iv. PHOTO BOUTIQUE d.o.o. sa sjedištem u Zagrebu, Heinzlova 60/1, Zagreb, OIB: 73727912033 (100%)
- v. VJESNIK-USLUGE d.o.o. sa sjedištem u Zagrebu, Slavonska avenija 4, OIB: 21825610728 (27%)

14) ZVIJEZDA d.d. sa sjedištem u Zagrebu, Ulica Marijana Čavića 1, OIB: 91492011748, (51,84%) koje društvo drži udjele u društvu:

i. SOJARA d.o.o. sa sjedištem u Zadru, Ulica 84 Gardijske bojne HV Termiti 40, OIB: 87720689078 (100%);

15) VUKOVARSKI POLJOPRIVREDNO INDUSTRIJSKI KOMBINAT d.d. (VUPIK d.d.) sa sjedištem u Vukovaru, Sajmište 113/C, OIB: 06849543412 (VPIK-R-A 7,26%, VPIK-R-A 7,26%);

16) A007 d.o.o. sa sjedištem u Zagrebu, Marijana Čavića 1a, OIB: 42312821469 (100%);

17) 360 MARKETING d.o.o. sa sjedištem u Zagrebu, Trg Dražena Petrovića 3, OIB: 76677251901 (100%);

18) ADRIA RETAIL d.o.o. sa sjedištem u Zagrebu, Marijana Čavića 1/a, OIB: 00776795695 (100%);

19) ADRIATICA.NET d.o.o. sa sjedištem u Zagrebu, Izidora Kršnjavog 1, OIB: 20350489217 (92,35%);

i. ATLAS d.d., Dubrovnik, Vukovarska 19, OIB 02041978827 (67,11%)

ii. KOMPAS d.o.o., Poreč, Mate Vlašića 20, OIB 13785319050 (100 % ATLAS d.d.)

20) ALIQUANTUM ULAGANJA d.o.o. sa sjedištem u Zagrebu, Trg Dražena Petrovića 3, OIB: 25317715808 (100%);

21) HOTEL FORUM d.o.o. sa sjedištem u Zagrebu, Trg Dražena Petrovića 3, OIB: 62755106142 (100%);

22) PLODOVI PODRAVINE d.o.o. sa sjedištem u Ferdinandovcu, Grgura Karlovčana 2/a, OIB: 40177414551 (100%);

23) Poliklinika Aviva sa sjedištem u Zagrebu, Nemetova, OIB: 01916835772 (70%);

24) RIVIJERA d.d. sa sjedištem u Ičićima, Liburnijska 46, OIB: 80911267020, (91,32%),

II. Za izvanrednog povjerenika imenuje se ANTE RAMLJAK, Zagreb, Nova Cesta 126, OIB 16959950253.

III. Postupak izvanredne uprave je otvoren dana 10. travnja 2017.g. u 09,50 sati, kojeg dana je ovo rješenje objavljeno na mrežnim stranicama e-Oglasne ploče ovog suda.

IV. Pozivaju se vjerovnici da izvanrednom povjereniku prijave svoje tražbine u skladu s pravilima Stečajnog zakona o prijavi tražbina (čl.257 SZ) u roku od 60 dana od dana objave ovog rješenja, na adresu AGROKOR d.d., Zagreb, Trg Dražena Petrovića 3, s naznakom "prijava - za izvanrednog povjerenika".

V. Pozivaju se razlučni i izlučni vjerovnici da izvanrednog povjerenika obavijeste o svojim pravima, u skladu s odredbama čl. 258 Stečajnog zakona, u roku od 60 dana od dana objave ovog rješenja, na adresu AGROKOR d.d., Zagreb, Trg Dražena Petrovića 3, s naznakom "obavijest - za izvanrednog povjerenika".

VI. Pozivaju se dužnikovi dužnici da svoje obveze bez odgode ispunjavaju dužniku.

VII. Radi upisa činjenice otvaranja postupka izvanredne uprave kod dužnika i povezanih i ovisnih društava dužnika, te radi upisa izvanrednog povjerenika, ovo će se rješenje dostaviti sudskom registru ovog suda i sudskim registrima svih trgovačkih sudova u Republici Hrvatskoj prema sjedištu svih dužnikovih povezanih i ovisnih društava.

VIII. Nalaže se izvršiti upis otvaranja postupka izvanredne uprave i upis izvanrednog povjerenika u sve javne knjige, upisnike, očevidnike i registre u kojima je dužnik upisan kao nositelj nekog prava i u registre, javne knjige, upisnike i

očevidnike u kojima su upisana povezana i ovisna društva dužnika i/ili njihova imovinska i druga prava.

- IX. Smatra se da su sve treće osobe upoznate s otvaranjem postupka izvanredne uprave i svim posljedicama otvaranja takvog postupka, od dana objave ovog rješenja, bez obzira o danu provedbe odgovarajućih upisa u registre, javne knjige, upisnike i očevidnike za dužnika i povezanih i ovisnih društava.

Obrazloženje

Prijedlog za otvaranjem postupka izvanredne uprave podnio je ovom sudu dužnik AGROKOR koncern za upravljanje društvima, proizvodnju i trgovinu poljoprivrednim proizvodima, dioničko društvo Zagreb (Grad Zagreb) Trg Dražena Petrovića br.3, OIB:05937759187, dana 07. travnja 2017.g. navodeći da je isti trgovačko društvo od sistemskog značaja za RH u smislu čl.4.st.2.Zakona o postupku izvanredne uprave (NN 32/17, u daljnjem tekstu: ZPIU), te da dužnik u kalendarskoj godini koja prethodi godini u kojoj podnosi prijedlog (2016.g.) zajedno sa svojim ovisnim i povezanim društvima navedenim u izreci ovog rješenja zapošljava prosječno više od 5.000 radnika te da na dan podnošenja prijedloga bilančne obveze dužnika i njegovih ovisnih i povezanih društava iznose više od 7.500.000.000,00 kn.

Navodi i visine udjela dužnika u povezanim i ovisnim društvima i istih u daljnjima, o čemu kao dokaz dostavlja izvratke iz poslovnih udjela ovisnih i povezanih društava koja su ustrojena kao društva se ograničenom odgovornošću te popis najvećih dioničara kod Središnjeg klirinškog depozitarnog društva d.d. Zagreb za ovisna i povezana društva koja su ustrojena kao dionička društva.

Temeljem odredbe čl.5.st.2.ZPIU, u smislu toga zakona povezana i ovisna društva su društva s sjedištem u RH osnovana sukladno zakonodavstvu RH u kojima društvo iz čl.4.ZPIU drži najmanje 25% udjela, a što je ovdje slučaj.

Podnositelj prijedloga navodi da ispunjava uvjete za pokretanje postupka izvanredne uprave zbog prijeteće nesposobnosti za plaćanje u smislu odredbe čl.4.Stečajnog zakona (NN 71/15, dalje: SZ), a što dokazuje izvodom iz poslovnih knjiga u skladu s čl.22.st.2.ZPIU, navodeći da je prijeteća nesposobnost za plaćanje nastupila i u odnosu na dužnika i u odnosu na dužnikova ovisna i povezana društva, o čemu kao dokaz dostavlja izvode iz poslovnih knjiga dužnika i povezanih i ovisnih društava, te prilaže i izvratke iz sudskih registara za sva društva, te posljednje dostupne i podnesene financijske izvještaje za dužnika i njegova ovisna i povezana društva te potpisanu izjavu ovlaštenih osoba dužnika kojom se potvrđuje kako broj radnika dužnika i njegovih ovisnih i povezanih društava prelazi broj radnika određen ZPIU te da postojeće obveze dužnika i njegovih ovisnih i povezanih društva zadovoljavaju uvjete propisane ZPIU.

Uvidom u prijedlogu priležuću dokumentaciju utvrđeno je da dužnik ispunjava kumulativno potrebne uvjete iz čl.4.st.2.ZPIU te da i njegova ovisna i povezana društva ispunjavaju uvjete iz čl.5.ZPIU.

Odredba čl.4.st.1.ZPIU propisuje da se postupak izvanredne uprave primjenjuje na dioničko društvo dužnika i sva njegova ovisna i povezana društva ako je utvrđeno postojanje bilo kojeg od stečajnih razloga u smislu čl.5.SZ ili predstečajnog razloga iz čl.4.SZ u odnosu na dužnika kao vladajuće društvo i koje dioničko društvo je samostalno ili zajedno sa svojim ovisnim ili povezanim društvima od sistemskog značaja za RH.

Odredbom čl.22.st.2.ZPIU propisano je da, ukoliko prijedlog podnosi dužnik, da isti mora sadržavati i dokumentaciju kojom se potvrđuje postojanje razloga za otvaranje postupka izvanredne uprave, s tim da se smatra da je dužnik dokazao postojanje prijetee nesposobnosti za plaćanje ako uz prijedlog priloži izvod iz poslovnih knjiga dužnika kojim se dokazuje postojanje neplaćenih dospjelih tražbina vjerovnika.

Kako je dužnik uz prijedlog dostavio izvode iz poslovnih knjiga dužnika i povezanih i ovisnih osoba, uvidom u iste je utvrđeno da kod dužnika i njegovih povezanih i ovisnih društva postoji prijetee nesposobnost za plaćanje iz čl.4.SZ u svezi s čl.4.st.1.ZPIU, te kako je dužnik dostavio i izjavu potpisanu od ovlaštenih osoba kojom potvrđuje da broj radnika dužnika te povezanih i ovisnih osoba iznosi 27.897 dakle da prelazi broj radnika određen čl.4.st.2.ZPIU, to proizlazi da kod dužnika i njegovih povezanih i ovisnih društava postoje razlozi za otvaranje postupka izvanredne uprave, te je stoga odlučeno kao u izreci rješenja temeljem odredbe čl.24.st.3. i 25.ZPIU.

O imenovanju izvanrednog povjerenika kojeg je predložila Vlada RH, odlučeno je temeljem odredbe čl.11. i 24.st.3.ZPIU.

U Zagrebu, 10. travnja 2017. godine



Nevenka Siladi Rstić, v.r.

Pouka o pravnom lijeku:

Protiv ovog rješenja žalbu je ovlašten podnijeti podnositelj prijedloga i nadležno Ministarstvo. Ista se podnosi ovome sudu u tri primjerka u roku od tri dana od objave rješenja na mrežnim stranicama e-Oglasna ploča ovog suda, a o njoj odlučuje Visoki trgovački sud RH u roku od osam dana od dana primitka iste.

Za točnost otpravka – ovlašteni službenik
Monika Grbac

OMOT

POŠILJATELJ:

Republika Hrvatska

Trgovački sud u Zagrebu

Amruševa 2/II desno (p.p. 432)

10002 Zagreb

U VLASTITE RUKE

POŠTARINA PLAĆENA HP-u d.d.

U POŠTANSKOM UREDU

10200 Zagreb

AGROKOR d.d.
PRIMLJENO:

02-05-2017

Oznaka spisa: 47. St St-1138/2017 Urudžbeni broj: 1923

Stečajni postupak

Naziv otpravka koji se dostavlja:

Rješenje -imenovanje od 10.04.2017.-3

ADRESA PRIMATELJA:

AGROKOR d.d., n/r Ante Ramljak

Trg Dražena Petrovića 3

10000 Zagreb

Broj priloga: 1

AR



U VLASTITE RUKE

322

**RJEŠENJE TRGOVAČKOG SUDA U ZAGREBU 47, St-1138/17 od 10. travnja 2017.g. s
potvrdom ovršnosti od 05.07.2017.g. s pripadajućom povratnicom.**

Ispisana je računalom koja ima 6 stranica.

Izvornu ispravu je donijela sa sobom stranka DINO SALIHAGIĆ (OIB: 50879740633), rođen 04.10.1984. godine, BRCKOVLJANI, VINOGRADSKA ULICA 4 (OI br. 111451536 PP DUGO SELO).

Javnobilježnička pristojba za ovjeru po tar. br. 11. ZJP naplaćena je u iznosu od 11,00 kn.

Javnobilježnička nagrada zaračunata po čl. 17. u iznosu od 160,00 kn + PDV 25%, a trošak po čl.37. u iznosu od 0,00 kn + PDV 25%.

Broj: OV-5179/17
U Zagrebu, 07.07.2017.



Javni bilježnik
Katica Valić
Za javnog bilježnika
javnobilježnički prisjednik
Krešimir Valić



No.78 /17

I, Katica Vujević-Jolić sworn court interpreter for English and German language, reappointed by the decision No. 4Su-252/15 of 21 March 2015 of the President of the County Court of the City of Zagreb, hereby certify that the above translation fully complies with the Croatian original.
Zagreb, 10.7.2017

Katica Vujević-Jolić



